

WEIL, GOTSHAL & MANGES LLP
Stephen Karotkin (*pro hac vice*)
(stephen.karotkin@weil.com)
Ray C. Schrock, P.C. (*pro hac vice*)
(ray.schrock@weil.com)
Jessica Liou (*pro hac vice*)
(jessica.liou@weil.com)
Matthew Goren (*pro hac vice*)
(matthew.goren@weil.com)
767 Fifth Avenue
New York, NY 10153-0119
Tel: 212 310 8000
Fax: 212 310 8007

KELLER & BENVENUTTI LLP
Tobias S. Keller (#151445)
(tkeller@kellerbenvenutti.com)
Jane Kim (#298192)
(jkim@kellerbenvenutti.com)
650 California Street, Suite 1900
San Francisco, CA 94108
Tel: 415 496 6723
Fax: 650 636 9251

*Attorneys for Debtors
and Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION**

In re:

PG&E CORPORATION,

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- ☐ Affects PG&E Corporation
☐ Affects Pacific Gas and Electric Company
☒ Affects both Debtors

** All papers shall be filed in the Lead Case,
No. 19-30088 (DM).*

Bankruptcy Case No. 19-30088 (DM)

Chapter 11

(Lead Case) (Jointly Administered)

**NOTICE OF FILING OF THIRD LIST OF
ADDITIONAL ORDINARY COURSE
PROFESSIONALS**

[Related to Docket Nos. 350 & 707]

1 PLEASE TAKE NOTICE that on January 29, 2019 (the “**Petition Date**”), PG&E
2 Corporation (“**PG&E Corp.**”) and Pacific Gas and Electric Company (the “**Utility**”), as debtors and
3 debtors in possession (the “**Debtors**”) in the above-captioned chapter 11 cases (the “**Chapter 11**
4 **Cases**”), each filed a voluntary petition for relief under chapter 11 of title 11 of the United States Code
(the “**Bankruptcy Code**”) with the United States Bankruptcy Court for the Northern District of
California (San Francisco Division) (the “**Court**”).

5 PLEASE TAKE FURTHER NOTICE that on February 27, 2019, the Court entered the
6 *Order Pursuant to 11 U.S.C. §§ 105(a), 327, 328, and 330 Authorizing the Debtors to Employ*
7 *Professionals Used in the Ordinary Course of Business Nunc Pro Tunc to the Petition Date* [Dkt
8 No. 707] (the “**OCP Order**”) authorizing the Debtors to retain and compensate legal services
professionals that the Debtors employ in the ordinary course of business (collectively, the “**Ordinary**
9 **Course Professionals**”) subject to the terms of the OCP Order.¹

10 PLEASE TAKE FURTHER NOTICE that on June 13, 2019, in accordance with the OCP
11 Order, the Debtors filed a *Notice of Filing of List of Additional Ordinary Course Professionals* [Dkt
12 No. 2509] and, on October 3, 2019, the Debtors filed a *Notice of Filing of Second List of Additional*
13 *Ordinary Course Professionals* [Dkt No. 4087].

14 PLEASE TAKE FURTHER NOTICE that in accordance with the OCP Order, the Debtors
15 hereby file and submit the following third list of additional Ordinary Course Professionals to be added
16 to the initial list of Ordinary Course Professionals (the “**OCP List Supplement**”), along with the
attendant OCP Declaration and Retention Questionnaire attached hereto as **Exhibits A**:

- **Covington & Burling LLP**

17 PLEASE TAKE FURTHER NOTICE that any Ordinary Course Professional retained
18 pursuant to an OCP List Supplement will be paid in accordance with the terms and conditions set forth
19 in the Procedures.

20 PLEASE TAKE FURTHER NOTICE that pursuant to the OCP Order, the Debtors will
21 serve copies of the OCP Declaration and Retention Questionnaire on (a) the United States Trustee for
22 Region 17, (b) Milbank LLP, as counsel to the Official Committee of Unsecured Creditors, (c) Baker
23 & Hostetler LLP, as counsel to the Official Committee of Tort Claimants, (d) counsel to any other
24 statutory committees appointed in these Chapter 11 Cases, and (e) counsel for the agent under the
Debtors’ debtor-in possession financing facility (collectively, the “**Reviewing Parties**”).

25 PLEASE TAKE FURTHER NOTICE that pursuant to the OCP Order, the Reviewing
26 Parties have fifteen (15) days from the date hereof (the “**Retention Objection Deadline**”) to file with
27 the Court and serve on (a) the attorneys for the Debtors and (b) the relevant Ordinary Course
28 Professional (the “**Objection Recipients**”) any objection to the retention, employment, or
compensation of the Ordinary Course Professional based on the OCP Declaration and Retention
Questionnaire. If no objection to the retention of an Ordinary Course Professional is filed with the
Court and served on the Objection Recipients before the Retention Objection Deadline, the retention
and employment of such professional shall be deemed approved without further order of the Court. If
a timely objection to the retention of any Ordinary Course Professional is filed with the Court and
served on the Objection Recipients, and such objection cannot be resolved within fourteen (14) days
after the Retention Objection Deadline, the Debtors will file a notice of hearing and schedule the matter

¹ Capitalized terms used but not otherwise herein defined shall have the meanings ascribed to such
terms in the OCP Order.

1 for adjudication by the Court at the next available hearing that is at least seven (7) days from the date
2 of such notice.

3 **PLEASE TAKE FURTHER NOTICE** that copies of each pleading identified herein can be
4 viewed and/or obtained: (i) by accessing the Court's website at <http://www.canb.uscourts.gov>, (ii) by
5 contacting the Office of the Clerk of the Court at 450 Golden Gate Avenue, San Francisco, CA 94102,
6 or (iii) from the Debtors' notice and claims agent, Prime Clerk LLC, at
7 <https://restructuring.primeclerk.com/pge> or by calling (844) 339-4217 (toll free) for U.S.-based
8 parties; or +1 (929) 333-8977 for International parties or by e-mail at: pgeinfo@primeclerk.com. Note
9 that a PACER password is needed to access documents on the Court's website.

10 Dated: January 9, 2020

11 **WEIL, GOTSHAL & MANGES LLP**
12 **KELLER & BENVENUTTI LLP**

13 /s/ Thomas B. Rupp

14 Thomas Rupp

15 *Attorneys for Debtors and Debtors in Possession*